



# OIL AND NATURAL GAS CORPORATION LIMITED

## COMPANY SECRETARIAT

CS/ONGC/SE/2024-25

31.08.2024

**National Stock Exchange of India Ltd.**

Listing Department  
Exchange Plaza  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051  
Symbol-**ONGC**; Series - **EQ**

**BSE Limited**

Corporate Relationship Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001  
BSE Security Code No: **500312**  
NCD: **959844, 959881**

**Subject: 31<sup>st</sup> Annual General Meeting**  
**Reg.: E-Voting Results and Scrutinizer's Report**

Madam/Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results on the Business items as set out in Notice of Annual General Meeting are enclosed at "**Annexure-A**". All the business items have been passed with requisite majority.

The Scrutinizer's Report submitted by Practicing Company Secretary (PCS), Shri D.P. Gupta of M/s SGS Associates LLP, New Delhi is also enclosed at "**Annexure-B**".

The voting results along with Consolidated Scrutinizer's Report thereon are also being placed on the website of the Company and NSDL (e-voting Agency).

This is for your information and records, please.

Thanking you

Yours faithfully

**for Oil and Natural Gas Corporation Ltd.**

**(Rajni Kant)**

Company Secretary and Compliance Officer

*Encl: As above*

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### General information about company

Scrip code	500312
NSE Symbol	ONGC
MSEI Symbol	NOTLISTED
ISIN	INE213A01029
Name of the company	Oil & Natural Gas Corporation Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-08-2024
Start time of the meeting	11:00 AM
End time of the meeting	02:20 PM

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### Scrutinizer Details

Name of the Scrutinizer	D. P. Gupta
Firms Name	SGS Associates LLP
Qualification	CS
Membership Number	F2411
Date of Board Meeting in which appointed	02-05-2024
Date of Issuance of Report to the company	30-08-2024

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## Voting results

Record date	23-08-2024
Total number of shareholders on record date	2288915
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	1
b) Public	244
<b>No. of resolution passed in the meeting</b>	<b>10</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements (Stand-alone and Consolidated) of the Company for the Financial Year ended March 31, 2024 together with Reports of the Board of Directors, the Auditors thereon and the comments of the Comptroller and Auditor General of				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	7408867093	100.0000	7408867093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	7408867093	100.0000	7408867093	0	100.0000
Public- Institutions	E-Voting	3435341422	3137094742	91.3183	3116081683	21013059	99.3302	0.6698
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3137094742	91.3183	3116081683	21013059	99.3302
Public- Non Institutions	E-Voting	1736070691	1297241035	74.7228	1297224728	16307	99.9987	0.0013
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297241035	74.7228	1297224728	16307	99.9987
<b>Total</b>		12580279206	11843202870	94.1410	11822173504	21029366	99.8224	0.1776
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare the Final Dividend of Rs. 2.50 per equity share for the FY'24.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	7408867093	100.0000	7408867093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	7408867093	100.0000	7408867093	0	100.0000
Public- Institutions	E-Voting	3435341422	3173889905	92.3894	3173889905	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173889905	92.3894	3173889905	0	100.0000
Public- Non Institutions	E-Voting	1736070691	1297244362	74.7230	1297229212	15150	99.9988	0.0012
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297244362	74.7230	1297229212	15150	99.9988
<b>Total</b>		12580279206	11880001360	94.4335	11879986210	15150	99.9999	0.0001
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Pankaj Kumar (DIN: 09252235), who retires by rotation and being eligible, offers himself for re- appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	7408867093	100.0000	7408867093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>7408867093</b>	<b>7408867093</b>	<b>100.0000</b>	<b>7408867093</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	3435341422	3173059081	92.3652	2366982709	806076372	74.5962	25.4038
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>3435341422</b>	<b>3173059081</b>	<b>92.3652</b>	<b>2366982709</b>	<b>806076372</b>	<b>74.5962</b>
Public- Non Institutions	E-Voting	1736070691	1297228542	74.7221	1297165707	62835	99.9952	0.0048
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1736070691</b>	<b>1297228542</b>	<b>74.7221</b>	<b>1297165707</b>	<b>62835</b>	<b>99.9952</b>
<b>Total</b>		<b>12580279206</b>	<b>11879154716</b>	<b>94.4268</b>	<b>11073015509</b>	<b>806139207</b>	<b>93.2138</b>	<b>6.7862</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To authorize the Board of Directors for fixing the remuneration of Statutory Auditors as appointed by the Comptroller and Auditor General of India for FY'25.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	7408867093	100.0000	7408867093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	7408867093	100.0000	7408867093	0	100.0000
Public- Institutions	E-Voting	3435341422	3173622097	92.3816	3066590555	107031542	96.6275	3.3725
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173622097	92.3816	3066590555	107031542	96.6275
Public- Non Institutions	E-Voting	1736070691	1297228817	74.7221	1297196282	32535	99.9975	0.0025
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297228817	74.7221	1297196282	32535	99.9975
<b>Total</b>		12580279206	11879718007	94.4313	11772653930	107064077	99.0988	0.9012
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Vivek Chandrakant Tongaonkar (DIN:10143854) as Director (Finance) of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	7408867093	100.0000	7408867093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	7408867093	100.0000	7408867093	0	100.0000
Public- Institutions	E-Voting	3435341422	3173622097	92.3816	2555066478	618555619	80.5095	19.4905
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173622097	92.3816	2555066478	618555619	80.5095
Public- Non Institutions	E-Voting	1736070691	1297222241	74.7217	1297183747	38494	99.9970	0.0030
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297222241	74.7217	1297183747	38494	99.9970
<b>Total</b>		12580279206	11879711431	94.4312	11261117318	618594113	94.7929	5.2071
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration payable to Cost Auditors for FY'24				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	7408867093	100.0000	7408867093	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	7408867093	100.0000	7408867093	0	100.0000
Public- Institutions	E-Voting	3435341422	3173203880	92.3694	3173176806	27074	99.9991	0.0009
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173203880	92.3694	3173176806	27074	99.9991
Public- Non Institutions	E-Voting	1736070691	1297221806	74.7217	1297181824	39982	99.9969	0.0031
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297221806	74.7217	1297181824	39982	99.9969
<b>Total</b>		12580279206	11879292779	94.4279	11879225723	67056	99.9994	0.0006
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Material Related Party Transaction(s) with Oil and Natural Gas Corporation Employees Contributory Provident Fund Trust for FY'26				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	3435341422	3173622097	92.3816	3173622097	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173622097	92.3816	3173622097	0	100.0000
Public- Non Institutions	E-Voting	1736070691	1297218942	74.7216	1297191469	27473	99.9979	0.0021
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297218942	74.7216	1297191469	27473	99.9979
<b>Total</b>		12580279206	4470841039	35.5385	4470813566	27473	99.9994	0.0006
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Material Related Party Transaction(s) with Petronet LNG Limited for FY'26				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	3435341422	3173622097	92.3816	3173622097	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173622097	92.3816	3173622097	0	100.0000
Public- Non Institutions	E-Voting	1736070691	1297217865	74.7215	1297191560	26305	99.9980	0.0020
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297217865	74.7215	1297191560	26305	99.9980
<b>Total</b>		12580279206	4470839962	35.5385	4470813657	26305	99.9994	0.0006
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Material Related Party Transaction(s) with ONGC Petro additions Limited (OPaL) for FY'26				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	3435341422	3173622097	92.3816	3173622097	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173622097	92.3816	3173622097	0	100.0000
Public- Non Institutions	E-Voting	1736070691	1297218990	74.7216	1297187628	31362	99.9976	0.0024
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297218990	74.7216	1297187628	31362	99.9976
<b>Total</b>		12580279206	4470841087	35.5385	4470809725	31362	99.9993	0.0007
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Material Related Party Transaction for providing Letter of Comfort (LoC) for raising debt by OPaL up to a value of Rs. 5,400 crore				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7408867093	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7408867093	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	3435341422	3173622097	92.3816	3173622097	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3435341422	3173622097	92.3816	3173622097	0	100.0000
Public- Non Institutions	E-Voting	1736070691	1297220348	74.7216	1297162311	58037	99.9955	0.0045
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1736070691	1297220348	74.7216	1297162311	58037	99.9955
<b>Total</b>		12580279206	4470842445	35.5385	4470784408	58037	99.9987	0.0013
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

## CONSOLIDATED SCRUTINIZER'S REPORT

## Annexure-B

**The Chairman**  
**Oil and Natural Gas Corporation Limited**  
CIN L74899DL1993GOI054155  
Regd. Office: Plot no. 5A-5B,  
Nelson Mandela Marg,  
Vasant Kunj, New Delhi - 110070

**Sub. : Consolidated Scrutinizer's Report on Remote e-voting and e-voting conducted during 31<sup>st</sup> Annual General Meeting (AGM) held on Friday, August 30, 2024 at 11:00 AM (IST) through Video Conferencing (VC)/ Other Audio Visual means ('OAVM')**

Dear Sir,

I, D. P. Gupta, Company Secretary in Practice, Managing Partner of SGS ASSOCIATES LLP, Company Secretaries (M.N. FCS 2411; C P. No. 1509) having office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, have been appointed as a Scrutinizer by the Board of Directors of Oil and Natural Gas Corporation Limited (**"the Company"**) for the purpose of scrutinizing the remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and ascertaining requisite majority on business items conducted at the aforesaid AGM

The AGM Notice dated 05<sup>th</sup> August 2024 was sent to the shareholders through electronic mode to those members whose email addresses were registered with the Company/ Depositories in compliance with the General Circular No. 14/2020 dated April 8, 2020 read with General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2022 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 5, 2022 and General Circular 10/2022 dated 28 December 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (**"MCA Circulars"**) and SEBI Circular No. SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/ 2023/001 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023.

I, submit my report as under:

### **MANAGEMENT RESPONSIBILITY**


1. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to the remote e-voting and e-voting at the AGM on the resolutions contained in the Notice to the 31<sup>st</sup> AGM of the Company.



## SCRUTINIZER'S RESPONSIBILITY

2. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting and through e-voting during the AGM) is limited to make a Consolidated Scrutinizer's Report of the votes cast in "**Favour**" or "**Against**" the resolutions set out in the said AGM Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited (**NSDL**), the agency engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting and through e-voting during the AGM).
3. The remote e-voting period remained open from Monday, the **26<sup>th</sup> August 2024 at 14:00 Hours (IST) to Thursday, 29<sup>th</sup> August 2024 up to 17:00 Hours (IST)**.
4. The shareholders holding shares as on the "**CUT OFF DATE**" i.e., **Friday, 23<sup>rd</sup> August 2024** were entitled to vote on the proposed resolutions (Item Nos.1 to 10) as set out in the Notice of the AGM of the Company.
5. After completion of e-voting at the AGM, the e-votes cast by shareholders were unblocked from the platform of the e-voting agency i.e. NSDL and also counted the votes cast through remote e-voting during the AGM in the presence of two witnesses i.e., Mr. Ayush Kumar and Ms. Muskan Jain who were not in the employment of the Company and have signed below:

  
(Muskan Jain)

  
( Ayush Kumar)

6. Thereafter, the details, containing, *inter-alia*, list of equity shareholders, who voted "**in Favour**" or "**Against**", were downloaded from e-voting website of NSDL.
7. The *results* of the voting are as under:

**A) Resolution 1:** - To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended March 31, 2024 together with Reports of the Board of Directors, the Auditors thereon and the comments of the Comptroller and Auditor General of India: – **Ordinary Resolution**





Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,565	11822170151	3,353	11822173504	99.822
Votes Against	107	21029365	1	21029366	0.178
Total	5,672			11843202870	100

**B) Resolution 2: - To declare the Final Dividend of ₹2.50 per equity share for the FY'24: - Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,567	11879982857	3353	11879986210	99.999
Votes Against	104	15149	1	15150	0.001
Total	5,671			11880001360	100.00

**C) Resolution 3: To appoint a Director in place of Mr. Pankaj Kumar (DIN: 09252235), who retires by rotation and being eligible, offers himself for re- appointment: - Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	4,762	11073012156	3353	11073015509	93.214
Votes Against	874	806139206	1	806139207	6.786
Total	5,636			11879154716	100



- D) **Resolution 4:** To authorize the Board of Directors for fixing the remuneration of Statutory Auditors as appointed by the Comptroller and Auditor General of India for FY'25:-**Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,353	11772650577	3353	11772653930	99.099
Votes Against	295	107064076	1	107064077	0.901
Total	5,648			11879718007	100

- (E) **Resolution5:-** Appointment of Mr. Vivek Chandrakant Tongaonkar (DIN:10143854) as Director (Finance) of the Company– **Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	4,925	11261113965	3353	11261117318	94.793
Votes Against	717	618594112	1	618594113	5.207
Total	5,642			11879711431	100

- (F) **Resolution 6:** - Ratification of Remuneration payable to Cost Auditors for FY'24: -

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,435	11879222370	3353	11879225723	99.999
Votes Against	192	67055	1	67056	0.001
Total	5,627			11879292779	100



**(G) Resolution 7: - Approval of Material Related Party Transaction(s) with Oil and Natural Gas Corporation Employees Contributory Provident Fund Trust for FY'26: – Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,476	4470810213	3353	4470813566	99.999
Votes Against	149	27472	1	27473	0.001
Total	5,625			4470841039	100

**(H) Resolution 8: - Approval of Material Related Party Transaction(s) with Petronet LNG Limited for FY'26: – Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,488	4470810304	3353	4470813657	99.999
Votes Against	137	26304	1	26305	0.001
Total	5,625			4470839962	100

**(I) Resolution 9: Approval of Material Related Party Transaction(s) with ONGC Petro additions Limited (OPaL) for FY'26: - Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,494	4470806374	3351	4470809725	99.999
Votes Against	132	31359	3	31362	0.001
Total	5,626			4470841087	100



**(J) Resolution 10:** - Approval of Material Related Party Transaction for providing Letter of Comfort (LoC) for raising debt by OPaL up to a value of ₹5,400 crore – **Ordinary Resolution**

Particulars	No. of members who cast their vote	No. of valid votes cast			% of total number of valid votes cast
		Remote e-Voting	E-Voting at AGM	Total	
Votes in Favour	5,410	4470781057	3351	4470784408	99.999
Votes Against	221	58034	3	58037	0.001
Total	5,631			4470842445	100

8. Based on the aforesaid results, I confirm that all the resolutions have been passed with requisite majority.
9. The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary, for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

For SGS Associates LLP

Firm Regn. L2021DE011600

  
CS D P Gupta

(Scrutinizer)

FCS 2411 CP 1509

ICSI UDIN No.: F002411F001088188

ICSI PR Code: 5321 of 2023

Place: New Delhi

Date: 30.08.2024



Countersigned By \_\_\_\_\_

(Arun Kumar Singh)

Chairman

DIN: 06646894

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